

GATX

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GATX CORPORATION

120 SOUTH RIVERSIDE PLAZA
CHICAGO, IL 60606
312-621-6200

LAW DEPARTMENT

13.00

May 27, 1988

RECORDATION NO. 9375-D

Secretary of the Interstate
Commerce Commission
Washington, D.C. 20006

JUN 1 1988 10 20 AM

INTERSTATE COMMERCE COMMISSION

RE: General American Transportation Corporation
Equipment Trust Series 75

Gentlemen:

Enclosed herewith are five (5) signed copies of a Supplemental Agreement dated as of May 2, 1988, deleting a portion of the railroad cars covered by the above Trust Agreement, together with our check for \$10.00 to cover the filing and recordation fees.

The Trust Agreement was first recorded in the office of the Secretary of the Interstate Commerce Commission on May 15, 1978 under Recordation No. 9375.

The Trust Equipment deleted by the enclosed consists of railroad cars described in the aforementioned documents (primarily railroad cars of various AAR, DOT and ICC classifications) and the road numbers of such cars are listed in said documents.

The names and addresses of the parties referred to in said agreements are:

Citibank, N.A.
5 Hanover Square
New York, NY 10043
Attention: Salvatore Mineo

General American Transportation Corporation
120 South Riverside Plaza
Chicago, Illinois 60606
Attention: James R. Moran

If you have any questions, please call me at (312) 621-6603.

Very truly yours,

Janice M. Alonso

Janice M. Alonso
Assistant Secretary

/jma
4432D

Counterpart - Walter E. Schulz

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST, SERIES 75

REGISTRATION NO. 9375-D FILED 1988

JUN 1 1988-10 30 AM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENTAL AGREEMENT DATED AS OF MAY 2, 1988
TO EQUIPMENT TRUST AGREEMENT DATED AS OF MAY 15, 1978

BY AND BETWEEN

CITIBANK, N.A. TRUSTEE

AND

GENERAL AMERICAN TRANSPORTATION CORPORATION

Supplemental Agreement dated as of May 2, 1988 by and between Citibank, N.A., as Trustee, and General American Transportation Corporation, a New York corporation.

Whereas, the parties hereto entered into an Equipment Trust Agreement dated as of May 15, 1978 (the "Agreement") creating General American Transportation Corporation Equipment Trust, Series 75, which Agreement was filed and recorded with the Interstate Commerce Commission pursuant to Section 20 of the Interstate Commerce Act on May 15, 1978, Recordation No. 9375; and

Whereas, the parties hereto wish to amend Schedule A to the Agreement;

NOW, THEREFORE, the parties hereto agree that Schedule A to the Agreement is hereby amended by:

(a) deleting therefrom the units of Trust Equipment described in Schedule I attached hereto, and

(b) substituting therefor the units of Equipment described in Schedule II attached hereto.

IN WITNESS WHEREOF, the parties hereto have caused these presents to be signed in their respective corporate names and their respective corporate seals to be hereunto affixed, duly attested, as of May 2, 1988.

CITIBANK, N.A., TRUSTEE

By: 

S. D. MINEO

SENIOR TRUST OFFICER

ATTEST:



LORRAINE MORAN
Trust Officer

GENERAL AMERICAN TRANSPORTATION
CORPORATION

By: 

ATTEST:



Assistant Secretary

STATE OF NEW YORK)

) ss.:

COUNTY OF NEW YORK)

On this 24th day of May, 1988, before me personally appeared S.D. MINEO, to me personally known, who, being by me duly sworn, says that he is SENIOR TRUST OFFICER of Citibank, N.A., that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

JAINETTE C. AUSTIN
Notary Public, State of New York
No. 24-4982390
Qualified in Kings County
Certificate Filed in New York County
Commission Expires Aug. 3, 1989

Notary Public

Jainette C. Austin

* * * * *

STATE OF ILLINOIS)

) ss.:

COUNTY OF COOK)

On this May 2, 1988, before me personally appeared James R. Moran, to me personally known, who, being by me duly sworn, says that he is Senior Vice President of General American Transportation Corporation, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Dorothy Jean Faust
Notary Public

SCHEDULE 1
GENERAL AMERICAN TRANSPORTATION CORPORATION
EQUIPMENT TRUST - SERIES 75
CARS TO BE REMOVED

<u>QUANTITY</u>	<u>CLASSIFICATION</u>	<u>CAPACITY IN GALLONS</u>	<u>INITIALED AND CAR NUMBERS</u>	<u>YEAR REMOVED</u>	<u>COST EACH</u>	<u>VALUE EACH</u>	<u>TOTAL VALUE</u>	<u>YEAR INTO SERVICE</u>	<u>YEAR ACQUIRED</u>
2 Tank Cars	DOT 111A100-W-1	22,000	GATX 48638, 48659.	10-1987	\$44,132.00	\$49,767.00	\$ 99,534.00	5-1977	5-1977
1 Tank Car	DOT 111A60-W-1	22,000	GATX 48946.	10-1987	34,887.00	39,342.00	39,342.00	9-1977	9-1977
6 Tank Cars	DOT 111A100-W-1	22,000	GATX 48635, 48639, 48641, 48650, 48654, 48658.	11-1987	44,132.00	49,767.00	298,602.00	5-1977	5-1977

9	<u>\$437,478.00</u>
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SCHEDULE 11
GENERAL AMERICAN TRANSPORTATION CORPORATION
EQUIPMENT TRUST - SERIES 75
CARS TO BE SUBSTITUTED

QUANTITY	CLASSIFICATION	CAPACITY	INITIALED AND CAR NUMBERS	COST EACH	VALUE EACH	TOTAL VALUE	YEAR INTO SERVICE	YEAR ACQUIRED
2 Tank Cars	DOT 105A500-W	17,300	GATX 20081, 20082.	\$49,019.00	\$49,801.00	\$ 99,602.00	9-1980	9-1980
1 Tank Car	DOT 111A100-W-1	18,000	GATX 58065.	46,494.00	47,236.00	47,236.00	9-1980	9-1980
1 Airslide Car	L0	4,566 Cu.Ft.	GACX 48443.	48,339.00	50,981.00	50,981.00	9-1980	9-1980
5 Airslide Cars	L0	4,180 Cu.Ft.	GACX 48492, 48495, 48496, 48498, 48499.	45,449.00	47,934.00	239,670.00	9-1980	9-1980
9						\$437,489.00		